D. STUART DODGE
6 EAST FORTY-NINTH STREET
NEW YORK

May 12th 1909.

My Dear Miss Bennett:-

Yesterday Mr. Blei handed me the enclosed statement, which he said was somewhat historical, as they might help to show how the present conditions gradually came to exist.

I read it to you that you may understand more fully his point of view. This enclosure can be compared with the one prepared by Miss Lincoln, and the necessary steps may be less difficult in determining what should better be

definition for the duties
of both Treasurers -
We also need to define,
with some clearness, the rela-
-tion of the Superintendent
of the School Department to
each of the Boards. It
by adding to Art. I, Section V. of
the By-laws - "shall
direction of the Secretary,
in conference with the
School Committee, and shall
have charge of the correspon-
-dence" - Then the suggestion
would be in place to add
to the School Committee,
three members from the
Women's Board, of whom the
President shall become -
the others would naturally
be appointed by the Presi-
-dent, as is done in the case
of all Committees. Reclean

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arrangement would give the Women's Board some more direct & special authority in deciding upon the duties & work of the person who is res-ponsible for the over-sight of their schools. Such, of course, is only a suggestion - some other method may be better - it is manifest that the crucial positions, which need most careful & defi-nite adjustment, are those of the Treasurer & the Superintendent. Possibly the additional By-Laws should contain some provision for a better understanding of the duties

of "the Secretary" of the Woman's Board and also, perhaps, of any Committees that may exist. This would seem to be a good time to clear up difficulties and remove causes of friction so that the whole administrative machinery can run smoothly & effectively.

Would it not be well to regard our Class communication as Confidential? I regret that you should be burdened with these additional cares; but it will surely save future & perhaps more trying difficulties if we settle these matters now.

Very sincerely Yours
D. Stuart Dodge

Mrs Fred. L. Bennett.
The Woman's Board.

Julia Harbison

Pittsburgh, Pa., Feb. 17, 1911.

Mrs. S. P. Harbison,

1101 Davis Avenue,

North Side, City.

My dear Mrs. Harbison:-

You have consulted me in regard to the advisability of incorporating the Woman's Board of Home Missions of the Presbyterian Church. The facts as I have gathered them in connection with the matter are as follows:

The Men's Board.

By an act of the Legislature of the State of New York, passed April 19, 1872, there was incorporated "The Board of Home Missions of the Presbyterian Church in the United States of America." The incorporators were designated for the purpose by the General Assembly of the Presbyterian Church, which met in Chicago in May, 1871. It is important to see what was the object of incorporating the Board of Home Missions, which we shall hereafter refer to as the Men's Board, and it is important also to see what powers were conferred upon that corporation. The object as set forth in the act incorporating the Men's Board is as follows:

> "The object of which shall be to assist in sustaining the preaching of the gospel in feeble churhhes and congregations in connection with the Presbyterian Church in the United States, and generally to superintend the whole work of home missions in behalf of said church, as the general assembly may from time to time direct; also, to receive, take charge of and disburse all property and funds which at any time, and from time to time, may be intrusted to said church or said board for home missionary purposes."

The powers of the said corporation as set forth in the act are as follows:

> "4. The said corporation shall be in law capable of taking, receiving and holding any real or personal estate which has been or may hereafter be given, devised or bequeathed to it or to the said church for the purposes aforesaid, or which may accrue from the use of the same; subject, however, to all the provisions of law

> relating to devises and bequests, by last will and testament; but the said corporation shall not take and hold real and personal estate, the annual rental or income of which shall exceed the sum of two hundred thousand dollars."

As amended they are:

> "4. The said corporation shall be in law capable of taking, receiving, holding and conveying, or otherwise disposing of any real or personal estate which has been, or may hereafter be given, devised or bequeathed to it, or to the said church, for the purposes aforesaid, or which may accrue from the use of the same; subject, however, to the provisions of chapter three hundred and sixty of the laws of eighteen hundred and sixty, entitled 'An Act relating to wills'."

The object is thus clearly stated in the act to be "to assist in sustaining the preaching of the gospel in feeble churches and congregations in connection with the Presbyterian Church in the United States, and generally to superintend the whole work of Home Missions in behalf of the said church". It is limited to work in the United States.

The corporation is given power to receive property given, devised or bequeathed to it for the purposes aforesaid.

Woman's Board.

The Woman's Board is the result of the recommendations of the General Assembly in 1874 and subsequently to the pastors and elders of the formation of Woman's Mission Circles in connection with the Home and Foreign Mission Boards, and in 1875 the General Assembly recommended the organization of a Woman's Home Missionary Society, with auxiliary societies, under the advice and counsel of the Board of Home Missions or its officers. The Woman's Board is therefore a separate and distinct organization, and not a part of the Men's Board. It seems, however, that it is under the advice and counsel of the Men's Board or its officers.

The relation between the Men's Board and the Woman's Board is shown by the quotation from the minutes of the General Assembly of 1893, page 301, which is published in the leaflet printed by the Woman's Board, as follows:

> "Many of our church members have never understood the connection existing between this noble work and Home Missions proper. It is Home Missions - modified to meet new circumstances and extraordinary conditions. When it devolved upon the Board to provide for the

exceptional populations of the Indian Territory, New Mexico, Utah and Alaska, the methods of former years were not adequate. Hence the school work was added to the Home Missionary appliance as a necessity arising from peculiar circumstances. In this way only has the Board been able to meet the new condition of things. But as the charter did not admit of its spending money on any kind of schools, the women of the Church were begged to undertake the furnishing of funds. Most nobly did they respond to the call, and the growth of the work has been almost phenomenal."

It seems that a large part of the work of the Woman's Board is in establishing schools. Some of these schools are outside of the territorial limits of the United States and some of the work of the Board is in territory outside of the territorial limits of the United States. The Woman's Board, I understand, owns a great deal of real estate and other property and its receipts amounted to over $600,000.00 for the years 1909-10.

Bequests.

The form of bequest as recommended is given in the leaflet published by the Woman's Board, and is as follows:

"I give, devise and bequeath unto 'The Board of Home Missions of the Presbyterian Church in the United States of America', incorporated April 19th, 1872, by Act of the Legislature of the State of New York, the sum of _____ dollars, the same to be applied to the work of the Woman's Board."

Criticism of the Present Situation.

Whether the Woman's Board decide to incorporate or not, I think that something should be done to avoid the possible loss of legacies that I think would result if the present relations between the Men's Board and the unincorporated Woman's Board continue, and a clearly defined legal relation between the two boards should be established. In reviewing the situation, what has struck me most is how remarkable it is that the heirs and next of kin of some of the testators that have given bequests to the Woman's Board have not endeavored to set the will aside and claim the money as their own.

As was shown above, the object of the incorporation, as set forth in the act incorporating the Men's Board, was to assist in sustaining the preaching of the gospel in feeble churches and congregations in connection with the Presbyterian Church in the United States, and generally to superintend the whole work of Home Missions in behalf of the said church. It is clear, therefore, that the work of the Men's Board was confined absolutely to the United States and it has no legal authority to engage in any work outside of the United States. It appears that the "whole work of home missions" has

been understood to mean evangelistic work as distinct from educational or other charitable work. Whether this interpretation was originally correct or not, nevertheless the General Assembly has interpreted the object of the Men's Board as excluding the establishment of schools, as shown by the extract from the minutes of 1893 which I have given above:- "Hence the school work was added to the Home Missionary appliance as a necessity arising from peculiar circumstances. In this way only has the Board been able to meet the new condition of things. BUT AS THE CHARTER DID NOT ADMIT OF ITS SPENDING MONEY ON ANY KIND OF SCHOOLS. THE WOMEN OF THE CHURCH WERE BEGGED TO UNDERTAKE THE FURNISHING OF FUNDS." Considering this and the form of bequest as recommended, a testator, then, when he gives money to the Men's Board to be applied to the work of the Woman's Board is giving money to a corporation formed for the purpose of evangelistic work only and in the United States only, and yet the Woman's Board, for whose benefit the money is given, does work beyond the United States, and in a manner absolutely distinct from the object of the formation of the Men's Board.

This is liable to have serious consequences. I will not attempt to review the whole law of charities in the United States, as the decisions are voluminous and conflicting. The failure of many bequests for charity is known to all. Almost everyone is familiar in a general way with the failure of the Tilden trust, whereby New York lost many millions of dollars that were intended for charity. The law of charities is technical, and when legacies may be left in every one of the different states of the United States, too much care can not be exercised so that no legacy left to either the Men's Board or the Woman's Board will be lost. I am of the opinion that some legacies in the very form as advised might be lost in some of the different States. They may be lost, in the first place, because when the testator desires the money to be applied to the work of the Woman's Board, but gives it, nevertheless, to the Men's Board, the contention could be made that the men's Board is not authorized by its charter to receive money for a different purpose, as is the purpose of the Woman's Board. A quotation from

5 American & English Encyclopedia of Law, Page 922,

will show what I mean.

> "While it may be somewhat doubtful whether a corporation could stand seized to a charitable use prior to the Statute of 43 Elizabeth, it is now well settled that a corporation may act as trustee if the trust be not repugnant to or inconsistent with the purposes of its organization. However, in New York a charitable corporation can not act as trustee unless such power is expressly given by its charter or by some act affecting its charter powers."

quoting many New York decisions. If the court should decide that the Men's Board had not the legal right to act as trustee for the Woman's Board, the next of kin of a testator might claim that the legacy was therefore null and void and should be divided up

among the relatives of the testator. While many states would not do this, nevertheless there are some that would.

Moreover, bequests are liable to fail on account of the Woman's Board being unincorporated.

5 American & English Encyclopedia of Law, Page 519,

contains the following:

> "Since the statute of 43 Elizabeth, it has been generally held that unincorporated societies may take bequests for charitable purposes either as beneficiaries or directly, such bequests to be used by them in furthering their charitable objects. However, a contrary doctrine prevails in New York, except so far as the laws of 1893 may affect the question."

It seems also that in Tennessee, Missouri and Virginia such a bequest might be declared void.

It will be thus seen that even in the State of New York, where the Men's Board is incorporated and where the Woman's Board has its principal office, there are decisions that might sustain the contention that a legacy made in the form advised would be void on account of the Men's Board not having power to act as a trustee and also on account of the Woman's Board being unincorporated. I am aware that the law of charities in New York has been greatly changed by the Act of 1893, which was passed to remedy the evils shown to exist when the Tilden trust failed, but nevertheless many of our states might follow the common law as laid down by New York and might hold that the evil was remedied by statute in New York, but the evil of the common law remains, and unless there was a statute in such states the bequests might fail.

6 Encyclopedia of Law and Procedure,

states:

> "In those states where charitable trusts are not favored, a bequest or devise to an unincorporated religious society is invalid for want of a definite person to take the legal title;"

quoting cases from Kentucky, Maryland, New York, Tennessee and other states, and on page 938 states:

> "In those states, like Maryland, where a trust is valid only when it can be enforced by a court of equity, a bequest to a religious corporation in trust to invest the fund and pay the income to an unincorporated volunteer association known as "The Auxiliary of the Woman's Foreign Missionary Society of the M. E. Church', the trust is void";

quoting

Trinity M. E. Church vs. Baker, 91 Maryland 539.

In that case the testator gave money to the Trinity M. E. Church, in trust to give the annual income to the Auxiliary of the Woman's Foreign Missionary Society of the M. E. Church, which was unincorporated. The court held that the legacy was void and that the next of kin took because the Auxiliary of the Woman's Foreign Missionary Society was not incorporated and there was no person to enforce the trust. Professor Ames in his "Cases on Trusts," in commenting on the case of Morice vs. The Bishop of Durham, where the court held void a bequest to the Bishop of Durham in trust to dispose of the same to such objects of benevolence and liberality as he in his own discretion shall approve of, on the ground of the indefiniteness of the beneficiaries, says:-

> "In a few of our states trusts for charity, where the property is not given to a charitable corporation duly authorized to administer the trust, must be as specific in regard to the beneficiary as private trusts. In these states, too, the doctrine of Morice vs. Bishop of Durham has been recognized, with the lamentable result that the court will not permit a willing trustee to carry out the beneficent purpose of the testator."

I have gone into this matter at length in order that you should realize the danger of continuing the present system. I have not examinedd all the cases cited by the authorities which I quote, nor have I examined the recent cases in New York since the Tilden trust failed, but what I wish to impress upon you is the fact that all the states of the United States have not adopted the broad policy that Pennsylvania has adopted in regard to charitable bequests; that in some states the trust may fail, on account of the incapacity of the trustee to take; in others it may fail on account of the uncertainty of the beneficiaries or on account of there being no clearly defined beneficiary that can enforce the trust. Inasmuch as the Woman's Board is likely to receive legacies in every state in the United States, and thus the questions that I have above indicated are likely to arise in every state, I feel the present situation is precarious, and that something should be done to legally clarify the situation.

Personally, I feel that the best remedy for the situation would be the incorporation of the Woman's Board as a separate and distinct body. By doing this there would be the following advantages:

First. No bequest given to it directly would fail on account of the Men's Board acting ultra vires, or beyond their corporate authority.

Second. No bequest would fail on account of the beneficiary being an unincorporated body or on account of there being a lack of a person to enforce the trust.

Third. By incorporating there would be a clearly defined relation existing between the Woman's Board and the Men's Board or between the Woman's Board and the Presbyterian Church as represented

by the General Assembly. The relation at the present time is not clearly defined. The minutes of the General Assembly of 1893 show this when they say: "Many of our church members have never understood the connection existing between this noble work and home missions proper."

By incorporating the whole situation would be clarified, that is, from a legal standpoint. You would know just exactly what your legal rights and liabilities are. If a testator in some state would give money to the Woman's Board as incorporated, practically the only question would be, Is the Woman's Board a charitable corporation? As it is now, in case of a serious law suit it might require a great expenditure of time and money to show the relation of the Woman's Board to the Presbyterian Church or to the Men's Board. It has been objected that the tendency now-a-days is to concentration and consolidation, and that the incorporation of the Woman's Board would be a step in the opposite direction, in that its affairs would be entirely divorced from the affairs of the Men's Board, but the field of the Woman's Board and of the Men's Board are different. I have heard that there is no overlapping; that the Woman's Board is run entirely by the women, that is, the work is done by them, but all moneys must be turned over to the Men's Board and paid out by the Men's Board. If this is the case, while I admit that the tendency now-a-days is to concentration and consolidation, nevertheless, the tendency is concentration and consolidation along the same lines or of the same industries. The women have taken pride in the establishment and building up of their chosen work, and the spirit fostered by having the Board known as the Woman's Board being run separate and independent from the Men's Board encourages the work. The actual work is now absolutely done by the women separate and independent of the Men's Board, except so far as receiving and paying out the money is concerned, and I think that the separation should be made absolute.

I realize, of course, that we must never lose sight of the fact that the Woman's Board, whether incorporated or not, must remain subject to the Presbyterian Church, and that in the General Assembly of this Church women are not represented. It could, however, be very easily arranged in the Articles of Incorporation that the object of the Woman's Board as incorporated is the establishment of schools, missions, etc., "as the General Assembly of the Presbyterian Church may from time to time direct." The incorporators could be women designated by the General Assembly and the directors could be elected at the annual meeting of the Woman's Board, to hold office unless their election was disapproved by the General Assembly, or, if preferred, by the Men's Board, the latter only in case that it should be deemed inadvisable to ask the General Assembly to approve or disapprove of the election of the directors of the Woman's Board. In other words, the charter could set forth that the General Assembly or the Men's Board had the veto power as far as the election of directors or trustees was concerned.

I think that New York is the only state in which the Board

should be incorporated, on account of the officers and offices of the Woman's Board being in New York. As far as the business relations of the Men's Board are concerned, if the Woman's Board is incorporated it will be done, of course, with the approval of the General Assembly. There certainly should be no feeling on the part of the Men's Board, and arrangements could be made that the same business relations existing between the Boards now should continue, that is, the clerical force of the Men's Board could continue to do the same work that it is now doing for the Woman's Board, and the division of expense could be easily arranged between the two Boards.

The fact that it has been deemed necessary to incorporate the Woman's Foreign Board of the Presbyterian Church and the fact that the Woman's Foreign Missionary Society of the Methodist Episcopal Church, the Woman's Home Missionary Society of the Methodist Episcopal Church, and the different Woman's Boards of the United Presbyterian Church are all incorporated should be very persuasive argument that the Woman's Board of Home Missions of the Presbyterian Church should be incorporated also.

Yours truly,

(Signed) J. E. MacCLOSKEY, Jr.

THE BOARD OF HOME MISSIONS
OF THE
PRESBYTERIAN CHURCH IN THE UNITED STATES OF AMERICA
156 FIFTH AVENUE, NEW YORK

D. STUART DODGE, D. D., PRESIDENT
HARVEY C. OLIN, TREASURER

CHARLES L. THOMPSON, D. D., SECRETARY
JOHN DIXON, D. D. ASSOCIATE SECRETARY
JOSEPH ERNEST MC AFEE, ASSOCIATE SECRETARY

T
D

March 29, 1911

Miss V. May White,
The Woman's Board,
156 Fifth Avenue,
New York City

My dear Miss White:

According to my promise to you, I have obtained the judgment of Mr. Parsons, our attorney, on the question of incorporation and its probable relation to funds that we had in mind to contribute to the erection of buildings for the Woman's Board.

I find that Mr. Parsons is in entire agreement with me, viewing the matter even somewhat more strenuously than I do. It is his opinion that even if there were no change in the form of administration other than that of incorporation, it would make difficult, probably improper, for us to go on with the financial plans we had in mind as relates to the Woman's Board.

I am sorry to burden Mrs. Bennett with this news, and leave it to your judgment as to communicating it to her.

Sincerely yours,

Seventh: We have been asked for our reasons for desiring to incorporate. Mr. McCloskey has stated three reasons as follows:

1st No bequest given to it directly would fail on account of the Men's Board acting ultra vires, or beyond their corporate authority.

2nd No bequest would fail on account of the beneficiary being an unincorporated body or on account of there being a lack of a person to enforce the trust.

3rd By incorporating there would be a clearly defined relation existing between the Woman's Board and the Men's Board or between the Woman's Board and the Presbyterian Church as represented by the General Assembly. The relation at the present time is not clearly defined. The minutes of the General Assembly of 1893 show this when they say: 'Many of our church members have never understood the connection existing between this noble work and the home mission proper.'"

4th In addition we would say that the fact that the Woman's Board is incorporated would encourage our women to leave bequests to the Woman's Board.

5th Among many instances that have come to our attention showing the disadvantages of dual authority, we would cite that of properties owned by the Woman's Board but not now in use, whose title might lapse, and furthermore, as the Woman's Board is not a disbursing agency, confusion often arises because all missionaries are commissioned and paid by a different Board than the one employing them.

6th All the women's boards of sister denominations, and also the six Foreign mission boards of the Presbyterian church are incorporated, also the Y.W.C.A. organizations. The Woman's Board of Home Missions feels that this fact alone demands consideration.

7th These Boards, while exercising full authority in administration, yet have a vital relation to their respective Men's Boards and work in full harmony.

In conclusion we would say that we are convinced that the situation at the present time should not be allowed to continue and that the easiest solution of present problems is the incorporation of the Woman's Board.

But we also desire that the present relations be altered as little as possible and we ask your and your boards hearty co-operation in this matter.

Mrs Hubbard

copy

April 27, 1911

Rev. Charles L. Thompson,

New York City, N.Y.

Dear Sir:-

Mrs. Brownell and I have had another conference relative to incorporation, on which committee, in connection with Mrs. Richards of Washington, we are, as you know, appointed.

In our effort to secure data from which to formulate our report to the Annual Meeting we have had access to the minutes of the General Assembly giving in full the deliverances of that body with regard to the work of the women for home missions. We also had the advice of a lawyer in Pittsburgh, whose letter to me relative to this subject I am enclosing to you. We have also studied the charters of sister organizations in other denominations as well as those of the Women's Foreign Boards of our own church. The more deeply we have gone into these investigations, the more serious have been the questions that have presented themselves to us, and we now ask your advice as to the following:

First:- Should the Assembly be overtured directly for authority to incorporate.

Second: Mr. McCloskey, (Lawyer), suggests that incorporation could be had without necessarily disturbing present relations between Assembly's Board of Home Missions and the Woman's Board of Home Missions. Would this, in your judgment, be possible?

Third: The women of the church so far as can be learned are only desirous that the best results may be attained, not only in the special work for which they are responsible, but also for the general interests of home missions, and question whether this cannot be best secured by incorporation.

Whether this hope can be realized by a closer union of the two boards than now exists, or by strengthening the organization by which the specialized work for which the Woman's Boardwas created would be our Fourth Query.

Fifth: Under incorporation what would be the relation of the Woman's Board to the General Assembly.

Sixth: Would the incorporation of the Woman's Board make any difference in the work in the Presbyteries, notably the work among foreigners?

No.3.

May we ask for as early an answer as possible,

Very sincerely yours,

MAY 10 1911

New York, May 9th, 1911.

Rev. Charles L. Thompson, D.D.,
No. 156 Fifth Avenue, New York.

Dear Doctor Thompson:

We have very carefully considered the letter to you of Mrs. Harbison and Mrs. Brownell of April 24th, 1911, and the accompanying opinion of Mr. MacCloskey. We understand that it is proposed that if action is to be taken in the matter about which Mrs. Harbison and Mrs. Brownell write, it is to be in connection with the coming sitting of the General Assembly at Atlantic City. As the Assembly meets on May 18th it is obvious that there is not much time to give to a subject of such importance, and involving so many matters to be considered, in the short interval of a few days. This is of less importance, however, for the reason that an answer somewhat general in its character may be sufficient to meet the various inquiries to which you are requested to respond.

Every one connected with Home or Foreign Missions must recognize the good work which is doing and has been done by the Ladies. And it goes without saying that, everything being equal, nothing would be more gratifying to the officers and the members of the Home Board, as no doubt is the case with the Foreign Board, than that any wish of the Ladies should, if possible, be complied with. So far, therefore, as the question concerns, and concerns only, sentiment, we, and no doubt you,

and all concerned, are thoroughly in favor of acquiescing in the wish which the Ladies of the Woman's Board entertain for separate incorporation. The matter, however, is too serious in its various bearings to be treated as one of sentiment. We have carefully looked into the letter of Mrs. Harbison and Mrs. Brownell and the opinion of Mr. MacCloskey to find what practical benefit is expected from the incorporation of the Woman's Board. It seems to be expressed in the fourth subdivision of the seventh proposition of the letter and in the words:

> "4th. In addition we would say that the fact that the Woman's Board is incorporated would encourage our women to leave bequests to the Woman's Board."

No fact is stated in support of this expectation, and we venture to raise the question whether incorporation might not by possibility operate just the other way. That the Ladies of the Woman's Board would in particular cases obtain bequests, probably moderate in amount, from ladies who do not see that they can direct that their money left to the Home Board shall be applied to the work of the Woman's Board, may easily be the case. But when it comes to a question of serious amounts, involving investments possibly, is it not pretty universal experience that for the administration of the trust involved, men have been and are treated as possessing greater business experience, and as being more conversant with business matters? All of us who are

lawyers have had experience in the matter of Wills. It once in a while happens that a man by Will may appoint a woman as executrix or trustee; never, however, save in a few exceptional cases (That of Mrs. Harriman, for example, she being universal legatee as well as executrix), unless joined with men. But we have rarely known of a case of the Will of a woman which left the administration of an estate to women. We look upon this as a compliment to them. Might not the result of requiring that bequests intended for the cause should not be given to the Men's Board but go direct to the Woman's Board be that the benefit intended for the Home Mission cause might be lost altogether? And it must be kept in mind that what we are concerned about is the benefit to the cause. We are only too glad to applaud the Ladies for their valuable and self-sacrificing work. We think that the credit which is due to them is universally recognized. What they and we have most at heart is, what shall bring the largest sum into the general Home Mission treasury.

The above is incidental. When you come to deal with specific points, and particularly with the objections made by Mr. MacCloskey, it does not seem to us that there is any difficulty in an answer to the Ladies. No doubt the Tilden Will was upset and large sums were diverted from the use which Mr. Tilden intended. It would be impossible, however, to draw any

parallel between the Tilden case and the case with which we have to do. And the same is true of any other Will case of which we happen to know.

Upon the question whether the use of a bequest to a religious incorporation can be limited we are not without authority. Mr. MacCloskey is right in assuming that many as have been the objections to Wills which the Courts have been called upon to consider, no one has yet had the temerity by a Will contest to raise against the Home Board the question which troubles him. If the language proposed by the Home Mission Board for bequests intended for the use of the Woman's Board does not meet the case, it is easy to change it. It does, however, meet the case. There is no necessity for any change. The bequest is absolute to the Home Board. All additional to the bequest is the requirement that it shall be applied to the work of the Woman's Board, that is to say, that it shall not be applied generally for Home Mission purposes, but to the specific work which is in charge of the Woman's Board. An unincorporated Woman's Board is but an agency of the General Board, just as the officers of the Board, the members of the Executive Committee and the heads of the various departments are agencies. It never would have occurred to us that any question could be raised about the right of a testator to designate the particular use, one of several, to which a bequest should be applied so long as the purpose was

within the objects of the incorporation of the religious body. We do not fail to observe that Mr. MacCloskey suggests that School Work is outside of Home Missionary work, and that, therefore, a society incorporated to do home missionary work generally cannot do School Work. That the religious teaching of the young is missionary work has recently been held in this State (Boardman v. Hitchcock, 123 App.Div., 253.) We have had the idea that School Work was perhaps the most important missionary work that could be done, and it is difficult to see why a line should be drawn between young persons and old persons, when the work is to promote religious training and to Christianize. One of us for twenty years had charge of the Brick Church Mission, one of many in this City, and elsewhere. The proposition that the work done was not mission work is somewhat startling.

As we have said, if the form of bequest does not meet the case, it can easily be changed. That School Work and all the other work done by the Ladies does come within the general designation of Home Missionary work seems to us to be beyond question. In fact, as we understand, if the Ladies incorporate, they propose to do so under the designation of the "Woman's Board of Home Missions." The law requires that the object of a legislative Act of incorporation shall be stated in the charter. If School Work is not included within Home Missionary work, will it not be necessary for the Ladies, if they incorporate, to call

themselves the Woman's Home Missionary and School Board, " or some corresponding designation ?

A practical commentary upon the point that under the form of bequest recommended by the Home Mission Board money may be put at the disposition of the Woman's Board, but that separate incorporation would prevent, is furnished by a case which is now under consideration. An application is made to the Home Board for money with which to put up a school building for the Woman's Board. If the work of the Woman's Board is part of the Home Missions Board's work, there is no legal difficulty. If, however, the Woman's Board were incorporated and made an application for money from the Home Board, we are at a loss to see where, under any possible legislation or any general principles of law, there would be the right for the Home Board to take any part of its funds and turn it over to an outside and independent corporation. As a loan there could be no adequate security, and the Home Board cannot divert funds of which it is Trustee by gift or to another Trustee. So far as the case turns upon any possible question of law, it seems to be free from question, and we think that if Mr. MacCloskey will kindly consider it in the light of authorities which we will cite for him, the general principles to which we have referred and the difference between them and the cases cited by him, he will agree with us that under the language for a bequest proposed by the Home Board--made more specific, if necessary-- there can be no question

whatever that a bequest by Will, designating that it is to be applied to the work of the Woman's Board, will meet exactly the wish of the testator.

We particularly notice the third proposition in the letter of Mrs. Harbison and Mrs. Brownell:

> "Third: The women of the church so far as can be learned are only desirous that the best results may be attained, not only in the special work for which they are responsible, but also for the general interests of home missions, and question whether this cannot be best secured by incorporation."

Please to consider whether, if a Woman's Board were incorporated, this would not result, very much against the wish which the Ladies desire to accomplish. Their Board may need money from the Home Board. At the present time, as we understand, if their needs exceed the amount which they collect, the surplus is furnished by the Home Board. We do not think that the Home Board has any right to turn over money to an outside incorporated entity. The funds at the disposition of the Home Board are trust funds. They are the trustees, who are to see that it is properly administered, and they cannot discharge this duty by turning over the money, whether the amount be little or large, to some other incorporation, and trusting to it to do what donors in putting the fund in trust with the Home Board have intended. Upon this subject the law here, and remember this is the State of incorporation of the Home Board, is perfectly clear.

We doubt very much whether it differs elsewhere. A gift to a religious or charitable corporation is not invalidated by a specification of the purposes to which the gift is to be applied, provided the purposes are germane to those for which the corporation was incorporated. This is so even where the language is that the gift is to be in trust for those purposes, and not, as in the case of the form proposed by the Home Board, where no trust is stated, but the money is to be applied to the designated use, i.e., by the Home Board. The Woman's Board, until incorporated, is one of the agencies through which the Board of Home Missions carries on a part of the work for which it was expressly incorporated. Such a bequest, under the authorities, is an absolute gift to the Board, and would be so even if the form of the bequest had been "in trust," to be applied to the work of the Woman's Board. (Matter of Griffin, 167 N.Y., 71)

Vide, also:

Wetmore v. Parker, 52 N.Y., 450, 459.
Bird v. Merklee, 144 N.Y., 544.
Williams v. Williams, 8 N.Y., 525, 530, 531.
Sheldon v. Chappell, 47 Hun, 59.
Robb v. Washington & Jefferson College, 103 App. Div., 327, 352.

It may be suggested that an incorporated Woman's Board could act as agent for the Home Board; and it may be assumed that within a limited and restricted way this might be so up to the point that the Home Board could furnish money to the Woman's Board for current missionary use; not for the ac-

quisition of property; and the same may be assumed in the case of an incorporated Women's Board. The embarrassment would arise when there came the question of the disposition of permanent funds, or funds in excess of current needs.

We have not over looked the incorporation of the Woman's Foreign Board, and, as you know, have tried to ascertain how it came about and how fully the situation was considered, but the present counsel of the Foreign Board had nothing to do with the matter and could give us no information. Quite possibly no question in the case of either Board would be raised for an indefinite future. What is to be considered is the answer to be made if the claim is ever put forward, that money given or bequeathed to one incorporated entity has been turned over to another.

We hope that the Ladies will recognize that the present relation is harmonious and raises no questions about which there can be a reasonable difference, and that to make a change might result in serious disappointment.

Yours truly,

(Signed) Jno. C. Parsons

" William E. Carnochan.

WOMAN'S BOARD OF HOME MISSIONS
OF THE
PRESBYTERIAN CHURCH IN THE UNITED STATES OF AMERICA
156 FIFTH AVE., NEW YORK, N. Y.

MRS. DARWIN R. JAMES, HONORARY PRESIDENT
MRS. F. S. BENNETT, PRESIDENT
MISS JULIA FRASER, SECRETARY
MRS. M. J. GILDERSLEEVE, ASSOCIATE SECRETARY
MISS V. MAY WHITE, TREASURER
MISS M. JOSEPHINE PETRIE, YOUNG PEOPLE'S SECRETARY
MRS. DELOS EDWIN FINKS, EDITOR HOME MISSION MONTHLY

MRS. SUSAN L. STORER, SEC. FREEDMEN'S DEPT.
513 BESSEMER BUILDING, PITTSBURGH, PA.

June 6th, 1911.

Mrs. D. E. Waid,
430 West 118th Street,
New York City.

Dear Mrs. Waid:-

You will recall that in the discussion at Atlantic City relative to the incorporation of the Woman's Board, it was moved that a committee of seven be appointed to consider the matter and to bring in a report at the next Annual Meeting, said Committee to be appointed by the President, and to consist of two elective members of the Board, one administrative officer, and four from the general Board membership. It is my pleasure now to appoint on the said Committee:

Mrs. D. E. Waid, Chairman.
Mrs. S. B. Brownell, 322 West 56th Street, New York City.
Miss Julia Fraser, 156 - Fifth Avenue, New York City.
Mrs. S. P. Harbison, 1101 Davis Avenue, Allegheny, Pa.
Mrs. M. K. Mitchell, 296 Putnam Avenue, Detroit, Mich.
Miss Sue B. Scott, 478 West 2nd Street, Lexington, Ky.
Mrs. C. F. ~~Darlington, 143 West 57th~~ Mrs. S. F. Wallick 68 St. New York. Street, New York City.

I sincerely trust that you will serve on this Committee.

The thought of the Westminster Guild Committee is with me often. Have you any suggestion to make as to its personnel? Mrs. Ketcham has asked for a leave of absence until 1912; Mrs. Trowbridge

can hardly be expected to attend meetings for some time yet, and Mrs. Kraeger does not do so. You should have active women. If there are no Board members interested in this work, let us elect some. I shall be very glad to talk with you of this matter.

Most cordially yours,

(Mrs. F.S.) M. Katharine Bennett.

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MRS. SUSAN L. STORER, SEC. FREEDMEN'S DEPT.
513 BESSEMER BUILDING, PITTSBURGH, PA.

July 18th, 1911.

My dear Mrs. Waid:-

In replying to your query as to any comments I desire to make on the plan suggested by Dr. Thompson as to changes in the relations of the Board of Home Missions and the Woman's Board, and in regard to the incorporation of the Woman's Board, may I preface my remarks by saying that I am in no way actuated by a desire for independence, or freedom from the control of the Board. My sole desire is the achievement of the simplest and most effective administration of the business affairs of the Woman's Board, the abolishment of any cumbersome methods that may have grown up, and the securing of such economy of administration as is compatible with efficiency. If this is to be secured by incorporation I shall welcome that: if, however, investigation proves that both office and field administration--for we have the two-fold nature of the work to consider--can be more effectively done by closer union of the two Boards, then I shall most cordially work for such actions as will lead to the desired results. I believe I am absolutely sincere in saying that the methods do not trouble me if they are effective: it is the end in which I am interested.

It seemed only fair to myself to preface my statements with this explanation. I would further say, that I intend no unkindly criticism of the past: the courtesy and the kindnesses of the Board of Home Missions are ever before me. But all systems may be out-

grown, and as the question of the relations of the two Boards has now come up, I believe all the details thereof should be thoroughly gone over that all may be satisfied and that the whole matter may not constantly be under discussion to the detriment of the work and to the introducing of an element of tentativeness into all plans.

With which lengthy introduction, I proceed to the question in hand.

Taking the plan proposed by Dr. Thompson seriatim, Article I refers us to the By-Laws of Assembly's Board. In those I would call attention to

Section I, Article 3, where officers are provided for. A Superintendent of Schools is one of these, and included in "their salaries determined." As the Woman's Board pays this salary it should decide on the amount thereof. While the election of a Superintendent of Schools is thus provided for, there is practically each time a new officer is needed, much uncertainty in the election of one, and constantly, uncertainty in the matter of his status as related to the two Boards. Nowhere is it defined in a way that allows of no question. Also, it is unquestioned, that the members of the Woman's Board are not satisfied with this uncertainty.

Section IV, Articles 1, 2, 3, 4 and 9. The definitions of the duties of the Treasurer would of course enter very largely into the question of incorporation, and Article II of Dr. Thompson's paper should also be included in any discussion of this matter.

Except in the case of a very decided withdrawal from co-operative administration it seems to me that Permanent Funds might always remain in the custody of the Treasurer of the Board of Home Missions. But

Amendment to Section VI. Art. 3.

a committee, to consist of not less than six members of the two Boards, half to be appointed by the Woman's Board and half by the Home Board, who, with the officers of ~~the~~ both Boards, shall constitute the "School Committee." This Committee shall be charged with all matters pertaining to the School Department—

Its action shall first be submitted to the Woman's Board, and then referred, for final disposition, to the Home Board.

on running accounts I am not sure that a more simple plan than that at present used could not be devised. One of the great difficulties of administration at present is the lack of concentration of responsibility, and of correspondence. The teachers correspond with the Superintendent of Schools as to the school work, with the Treasurer of the Woman's Board as to their relations to societies, etc.; frequently, as to other matters, with the Secretary of the Woman's Board, but as (Article 3 and 9 above) checks go to them from the office of the Treasurer of the Board of Home Missions, they send communications as to many matters relating to the schools, to that department. As each recipient desires to retain letters received in a department, in the files of that department, here are four files of letters from one teacher, and in no place a full account of the needs and work of the school she represents. But, worse than that, the whole correspondence does not come under the eyes of any one person. This seems to be a very great lack in our system.

The Superintendent of Schools is the authorized visitor to the schools (Section V, Article 4)-- should he not be cognizant of the needs, etc., thereof and supervise the purchases for these schools?

A question to come before your Committee, therefore, would be the giving to the Treasurer of the Woman's Board power to pay all bills for office and field administration, and making the Superintendent of Schools the purchasing agent, and they two the ones to O. K. all bills pertaining to the work of the Woman's Board. My point is only that a method that sends matters through so many hands as at present is cumbersome, does not locate responsibility, and does not give to any one department full knowledge as to a situation.

You understand I am now discussing incorporation--more responsibility upon the Woman's Board. Section V. Most of this ~~is not~~ is not done,- therefore, why not simplify. A really workable wording that would leave no question in any minds could be devised. (It may seem that I am devoting my thought to the By-Laws of the Board of Home Missions. But these at present guide us and, as I said before, it is a general clearness and simplification of method that I aim toward. Our own Standing Rules can easily be adjusted when these basic questions are settled).

All of the above matters would come under the scope of a recommendation from your Committee. I do not hesitate to say that unless some such radical changes are looked toward, I would stand for a new policy that would make more nearly one the work and the administration of the two Boards. I cannot too strongly reiterate my position as to a policy that shall secure concentration of responsibility and simplicity of administration, combined with efficiency and economy.

Section VI, Article 4. I am clear in my mind that the School Committee as at present constituted, and of its present powers, is not satisfactory to the members constituting it, or to either Board. Because it has been useful, is no reason for its continuance, and it does not make for clearness or simplicity of administration. I am, therefore, of the opinion that the above Article IV, Section VI, should be omitted.

A substitute Article is not clear in my mind as yet, as it involves the whole question of the status and administration of the Woman's Board of Home Missions: whether the report of the Committee will be directed toward union, or greater separate power.

As a first step in the discussion of Dr. Thompson's substitute Article, let me say that it is my pleasure, as well as my duty, to constantly bear in mind the position that, in any adjustments, would be accorded the members of the Advisory Committee of the Woman's Board. It has been my desire and my aim to secure as helpful, as efficient, and as capable women as possible, to serve on this body. Such women will serve only when work that carries responsibility is given them to do. In taking up Dr. Thompson's suggestion, I am not clear in the paragraph I as to what is meant by "shall have general charge of the school work," etc. Does this mean it shall supersede the Advisory Committee, shall take up details of work, or is it to consider new work, or----what, definitely, shall be its function? Does it supersede the Executive Committee of the Woman's Board, having that cease to exist and having one Board meeting a month as the only meeting of the Woman's Board alone, i. e., without the Board of Home Missions members? Also, would such a Committee as outlined by Dr. Thompson be sufficiently manned without the Treasurers of the two Boards? I am far from clear as to its proposed prerogatives, so may not be clear in my questions. Does the last sentence in that paragraph mean that the meetings of the Woman's Board shall be for ratification only, they having only a theoretical power of overturing acts of said Executive Committee?

Section 2 of this statement passes unchallenged, except should "plans" be substituted for "work" in second line?

Section 3 is of course revolutionary and looks toward the gradual lessening of the power and influence of the Woman's Board and its final non-existence. For purposes of field administration this might be by far the best solution. I cannot but feel personally

that, owing to the relations to Presbyteries and Home Mission Committees, necessitated by the changing character of the work and its intrusion into the older Synods, as well as into those that are self-supporting, this may be the course to pursue, but I am held back from a definite acquiescence in this plan until there shall be formulated some plan that will secure the continuance of that organization that has placed the Woman's Board in its present enviable position,- that will not, in fact, "kill the goose that lays the golden egg." Only a definite responsibility keeps up this interest and support-- can this be done under the proposed changes? This is a vital point, never to be lost sight of. Cutting off of the source of supply makes all the plans of negative value.

The suggested schemes seem to me contradictory. Why incorporate a body that is to be shorn of its present limited powers and to be merged into another?

The questions to be answered to me are:-

I. How can more efficient <u>office</u> administration for the Woman's Board be secured,- by more definitely assumed responsibilities at headquarters, or by a merging of its financial management into that of the Board of Home Missions?

II. Can more effective <u>field</u> administration be secured by a joint administration of the two Boards?

III. What relation will the Woman's Board bear to self-supporting Synods and Presbyteries when it does work in their territories?

IV. Do the signs point to a lessening of the school work of the Woman's Board and an entrance into community work?

V. What form of administration will be possible under the

Woman's Board as at present constituted whereby a community worker, practically a pastor's assistant, must be commissioned by said Board and be answerable to it, and yet must be under the direction of the local pastor?

VI. Is there not a confusion of administration when the Board of Home Missions establishes schools and hospitals, not administered by the School Department, and the Woman's Board does evangelistic work? Cannot an agreement that is clear prevent the approaching confusion?

These questions, with those incidental to them, are primary. The secondary questions then relate to Incorporation, a merger,- or that method which looks toward the best solution.

This lengthy epistle is my introduction to the subject. I hope in August to take it up with you in person, but meanwhile shall be glad to hear further from you on the matter.

Cordially yours,

(Mrs. F.S.) W. Katharine Bennett.

Moved - That a com[mittee] of seven -
be appt. the same to consist
of 2 Rep[ublican] members - by Mr Robin
in N.Y. one Democrat - Mr and
4 members from the general Board -
That such com. be for the purpose
of corr. with the Assist. Board such
other orgs as may be necess -
That such com be inst. by the
executive Session - Miss Scott -
That the com be inst to confer
with the Board asking for a
limited ap. which becomes
connected with them but gives on
a legal status -

Mrs. Sinclair—

Com. study & inquire into the matter of incorporation and report to this meeting next year.

That the Com. report in relation to W.B.H.M. for instruction & direction—

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MRS. SUSAN L. STORER, SEC. FREEDMEN'S DEPT.
513 BESSEMER BUILDING, PITTSBURGH, PA.

July 20 - 1911

As you have been informed by the President of the Woman's Board of Home Missions, you have been appointed a member of the Committee on Incorporation provided for by motion at the Annual Meeting of the Board held in Atlantic City in May,- to continue the work begun by the Committee of the previous year. I need not remind you that this Committee is for conference only, may obtain direction and guidance from the Board during the year, but must report all matters for action at the Annual Meeting of the Woman's Board in May 1912.

A Committee of Conference and Co-operation has been appointed by the Board of Home Missions, consisting of Dr. D. Stewart Dodge, ex officio, Dr. J. D. Burrell, Dr. E. W. Work, Mr. Fleming H. Revell, Mr. Henry W. Jessup, and Dr. Charles L. Thompson. It being impossible at this time to secure a joint committee meeting, it has been felt wise that certain matters be submitted by correspondence to form the basis of thought and consideration till such meeting can be held, and perhaps clarify and crystalize our judgment on several points. At this time also we wish an expression of opinion as to the possibility of a committee meeting in New York City the last week in September, as October is a very busy month for Synodical and Board officers. Or, failing that, can you suggest a date in October or early November free from such engagements? There is

need for as early a meeting as possible in order to give full time for wise and deliberate action.

As a summing up of the work of the Committee last year and the Conference held at Annual Meeting, these seem to be the main points to be considered:-

1st. Is incorporation for the Woman's Board desirable?

2nd. If desirable, what form of incorporation should be sought?

3rd. If not desirable, what alternative action should be suggested?

First: Is incorporation desirable?

(a) From the view point of the Board of Home Missions incorporation of the Woman's Board may mean the removal of large property interests and responsibilities, the great lessening of duties for Secretary and Treasurer and those members who serve on School and Building Committees for the Woman's Board, and a diminishing of the office force necessary in various departments, likewise a largely decreased budget. It also means the strict reservation of all endowments and funds,- notably the Kennedy fund,- for the definite purposes of the Board of Home Missions, and separation of work in some instances.

(b) From the Woman's Board view point incorporation may mean either entire legal freedom and responsibility, holding of legacies, endowments and properties, and administering the same, financial responsibility for all work under its care, and the increased expense in officers' salaries, travelling expenses and office hire necessary to administer so large a fund.

Three questions as to this aspect are yet undetermined, and

the answers would probably be in the province of the Advisory Council, Executive Commission, or General Assembly itself. These questions are,-

Method of securing permission to incorporate,- whether through the Board of Home Missions.

Relation of incorporated Woman's Board to General Assembly.

Relation of incorporated Woman's Board to work in Presbyteries and Churches.

2nd. What form of incorporation? As intimated in the preceeding paragraphs, full incorporation is legal separation from the Board of Home Missions in all financial and property matters, and the assumption of full responsibility in the eyes of the law for all debts, suits and administration. A form of partial incorporation similar to that held by the Women's Foreign Boards would enable the Board to hold certain funds such as legacies and funds for office salaries and administration. The Women's Foreign Boards do not administer their field work, simply passing funds to the Board of Foreign Missions.

3rd. If not incorporation, what alternative measure? There seems to be a universal feeling that there is need of some more definite adjustment of relations between the Board of Home Missions and the Woman's Board to simplify and make more effective the work of both. If incorporation does not in your judgment meet this need, or if only a partial incorporation seems wise, what suggestion as to this can you make?

Perhaps a listing of some suggested changes might be helpful:

(a) An Executive Committee composed of members and officers from both Boards to take the place of the present Building and

School Committees and prepare for reference to both Boards the business.

(b) A more closely united treasury with uniform book-keeping and the schedules of receipts and disbursements both of ready access and of mutual knowledge.

(c). A closer alliance between the departments of the Board of Home Missions,- Indian, Immigration, Church and Labor,- with such phases of the work of the Woman's Board as are directed in the same channels, following the successful precedent established in the Literature and Young People's Department.

Other suggestions will doubtless come into your mind and be submitted in your correspondence to help us all. May I ask that all these matters receive from you not only thought and consideration, but earnest prayer that in this seeming crisis of a work blessed through many years to the salvation of our land, we who have the work of this Committee in our hands may be divinely guided to the best and wisest thing? Will you not, by August 15th, let me have your answer as to the time of meeting?

With full trust in the ability and helpfulness of my fellow committee members,

Sincerely yours,

Chairman.

c/o Woman's Board of Home Missions,
156 Fifth Avenue, New York City.

1101 Davis Avenue,
N.S.Pittsburgh, Pa., Aug. 2, 1911.

My Dear Mrs. Waid:-

Your letter of July 20th is before me and before leaving for the mountains I will write you briefly in reply.

Mrs. Bennett's letter telling of the members of the Committee came duly and I was greatly pleased to note your name as Chairman.

The Committee from the Men's Board, too, so far as I have any personal knowledge of them will, I think, have only the best interests of the work at heart.

And, dear Mrs. Waid, I was glad that you asked for not only earnest consideration and thought but prayer as well, for surely this is a crisis in our work and we want to be assured that any decisions or plans thought out are first His will or suggestion in and for us.

As to the time of a meeting of the Committee in New York would say that your suggestion of the last week in September is a good one I think and would suit me personally better than later.

The three points in your "summing up", were those the Committee of last year considered and it was on the third point we were engaged when "time was called".

First:- As to the desirability of Incorporation. From a legal standpoint it is very desirable and, viewing the past history of the Womans Board, in its capable management and

prayerful consideration of every phase of the work, one is tempted (?) to think that added responsibility and freedom of action will not mar but make for better service.

Then, second, you ask, if we Incorporate, what form it should take. As my lawyer told me last winter and reiterates now, full Incorporation is the only satisfactory way, i.e., power to hold and administer, whether the power is exercised fully or no. And this brings me to the third point, i.e., as to what alternate measure might be adopted.

Would it not be possible for some working basis to be agreed upon by which Incorporation might be had by the Womans Board and yet, instead of separating from Assembly's Board become more united in the working details than at present?

Why might not the same secretarial and clerical force continue to do the work even though the title deeds had been transferred to other hands?

It would certainly mean a closer affiliation of interests and to my mind bring, as you suggest, all the mutual channels into a more harmonious and therefore, more efficient organization.

It is very difficult perhaps to divest oneself wholy of personal prejudice, but this is just what must be done, and to take ones view from the vantage points of all interested will require a large amount of Christian tact and, I say it reverently, Divine illumination.

Your "a-b-c" are very good and would be agreat step for us if we could not have what would seem a greater mark of the Divine favor that of a legal standing and opportunity similar to that of the Mens' Board.

I will enclose an extract from a letter from Mr. MacCloskey (Lawyer) He is a Catholic, but has taken an extraordinary interest in this matter, even saying, "If I had an opportunity to study in New York,for a day or so, the workings of the two Boards, I feel I could be of some assistance." He gave me a statement which I sent to Dr. Thompson in my letter to him and if there are any questions he can answer for the Committee I will be glad to submit them to him.

With the assurance that I will continue to ask for guidance for all and hoping for a happy issue to this matter, I am,

Cordially yours,

(Mrs D. P.) Emma J. Harbeson

Mrs. D. E. Waid,

c/o Womans Board of Home Missions,

156 Fifth avenue, New York City, N.Y.

6 East 49th street, New York.

August 12th, 1911.

Mrs. D. E. Waid,

Woman's Board of

Home Missions.

My dear Mrs. Waid:-

You kindly request some expression of opinion on the desirability of incorporating the Woman's Board; but the suggestions, accompanying your communication, present the matter so amply and clearly that little can be added.

In the view of many, some form of Incorporation is advisable; - not, however, for the purpose of separate and independent action; but to bring the two Boards into closer and more effective mutual relations.

The general object of both is the same; to aid in the regeneration of the whole country. The agencies employed are different; yet, in fact, they are becoming increasingly and necessarily more alike.

In the matter of education, it is regarded as an evidence of progress that communities everywhere are endeavoring, by local or state authority, to provide for Primary instruction and, in many cases, for even the advanced branches.

The Woman's Board is already devoting itself more and more to the development of it's High Schools and especially to the training of teachers and missionary workers. It will

also desire, and the Church will expect, that the large amounts, raised by this Board, shall be used, in greater proportion, for other than specifically educational work. It will particularly wish to support Pastors, Evangelists, Bible-readers and various religious instrumentalities in fields opened by the schools.

This Board will also desire to multiply it's efforts among the immigrant and the industrial populations; among the Indians and all Foreigners, whether at the crowded ~~entries~~ centres or in remote districts.

We cannot forget that the impulse, in several sections of our Church, is for consolidation of agencies. It is hardly conceivable that any general demand should exist for another and distinct Board.

The Woman's Board could properly be authorized by statute, to receive donations, legacies and special funds; but economy and efficiency could be better attained if the accounts of both Boards were in the charge of a single Treasurer and disbursements be made by him under direction of the Executive Committee, constituted as proposed. The details of keeping the books and of united administration could be arranged for mutual convenience. Investments would naturally be entrusted to the Finance Committee of the General Board, as at present.

Let me also call attention to the fact, somewhat widely attested by the experience of religious and other or-

ganizations, that women of large means, are not apt, as a rule, to leave large legacies to bodies, consisting exclusively of women. It is likewise to be noted that the very structure and life of the Church presupposes co-operation of all its members. The highest results cannot otherwise be acchieved; and this is the basis of all true and prosperous human society - union for strength and accomplishment.

The formation of an Executive Committee, as contemplated, consisting of members and officers from both Boards, is a step long needed. It would be a vital link between the Boards and its duties could be so defined as to make it a peculiar help and relief to both.

The continuance of the present, and still closer relations would inevitably be to the advantage of the Woman's Board by enabling it to share, as in the past, in the distribution of unusual gifts and legacies to the General Board, and also, should emergencies arise, to receive direct appropriations from the General Board.

It is, moreover, probable that such union between the Boards would be widely acceptable to the Presbyteries and Synods as they would feel that the work of the Woman's Board was to be more intimately associated with their own activities and would help to enlist the women of their congregations still more heartily in the common effort to develope the resources and promote the operations of each church.

It is difficult to see how separation could, to any great degree or permanently, benefit either Board, while every sign would seem to indicate that better organized and more positive co-operation, with increasing harmony in the aims and methods of the two bodies, would not only insure results larger and more satisfactory both to the Boards themselves and to the whole Presbyterian Church; but this attitude would help to unite all our Boards in whatever action may be of common interest, and be manifestly preferable to "consolidation" or any form of general organic union.

If a meeting of the Committee is desired in September, I shall take pleasure in endeavoring to be present. I have much confidence that a full discussion and comparison of views will lead to essential agreement.

With much respect,

Believe me,

Very sincerely yours,

L. Stuart Dodge

PRESIDENT
MRS. I. K. MITCHELL
296 Putnam Ave., Detroit

FIRST VICE PRESIDENT
MRS. F. M. THOMPSON
1016 Brush Street, Detroit

SECOND VICE PRESIDENT
MISS RUTH SYMONS,
716 S. Weadock Ave., Saginaw

COR. SEC., SEC. FOR FREEDMEN
TREAS. OF CONTINGENT FUND
MRS. WM. BRYANT
135 Englewood Ave., Detroit

RECORDING SECRETARY
MRS. FRED E. JOHNSON
Lapeer

SECRETARY FOR YOUNG PEOPLE
MRS. F. G. ELLETT
Mason

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MRS. M. H. PLACE
206 East Street, Three Rivers

SECRETARY FOR WEST GUILD
MISS ANNIE GRAVES ADAMS
407 Pasadena Ap'ts, Detroit

Woman's Home Missionary Society
Synod of Michigan

Muir House, St Clair Flats
Mich.

Aug. 12th 1911.

My dear Mrs. Waid:-

There has been so much sickness in my home since June, 1st- that I have waited until I could get away for a little rest- and have more time to think over the work of our committee.

I have had my report of the Annual Meeting printed and have forwarded one to the President of each chapter of Westminster Guild. Miss Hope is doing very nicely and for the first time I have a list of the chapters in Mich in fact it is like a little booklet. I feel that I know where they are now. She is coming into close touch with the young women and I feel that she will be all right.

As to the meeting of our committee, which I presume will be held in New York. I have to take the expenses of attending such a meeting into consideration; the best time for me would be the last week in Oct. or the first week in Nov. however whatever time you decide on will be all right; perhaps my pastor can

can be carried on by correspondence if thought best. Whatever arrangements are thought best I will comply with. and will try to be of some help. Trusting that we shall be divinely guided and our work in the future greatly blessed. I am.

Sincerely Yours.

(Mrs. J. K.) Agnes M. Mitchell.

spite of it, all will go well and
that you will be helped through
your difficult task, by the
presence of the dear Lord - That
last makes that all may be
directed and guided from above

Believe me

Most sincerely yours,

Frank L. Stanwell -

Sunday eve.

322 WEST 56TH STREET.

My dear Mrs. Reid,

I was sorry
not to find you yesterday, as I
wanted to talk to you a little,
Mrs. Pierson having called me up.
and suggested some things for
our Intercession Committee. Is it
not to unfortunate that she is
not able to go to the Meeting and
do its presiding officer is ready?
We are certainly pretty badly off
this spring. Well, the appoint-
ment for that position ought to
come up presently in regular order,

ask at the Annual Meeting to
have it referred back to the
Woman's Board in New York,
who have so much better post how
we shall be affected by any such
change; all that is involved etc.
I told her that if I did not see
you I would write this to you
and trust you will receive it
before leaving. I am more sorry
than I can say, that I cannot
be there to uphold you and at
least make the Com^te Cook
stronger. Very few of our Board
Ladies are going, but I hope in

and not according to qualification.
Mrs. Sinclair is not going, Mrs. Cau
I. I really feel I cannot visit my
dear home. My youngest daughter
has been daily expecting the advent
of her first child for several weeks,
and it is a bad moment for me
to leave home. Indeed I feel
I cannot. I had hoped it would
be all over by this time and that
perhaps I could get off. Mrs.
Pigeon thinks that in view of
Mrs. Bennetts absence from the
Meeting and the great importance
the decision of the question of
Incorporation is to the Board in
New York, the Com^te should

PRESIDENT
MRS. J. K. MITCHELL
296 Putnam Ave., Detroit

FIRST VICE PRESIDENT
MRS. F. M. THOMPSON
1016 Brush Street, Detroit

SECOND VICE PRESIDENT
MISS RUTH SYMONS,
716 S. Weadock Ave., Saginaw

COR. SEC., SEC. FOR FREEDMEN
TREAS. OF CONTINGENT FUND
MRS. WM. BRYANT
135 Englewood Ave., Detroit

RECORDING SECRETARY
MRS. FRED E. JOHNSON
Lapeer

SECRETARY FOR YOUNG PEOPLE
MRS. F. G. ELLETT
Mason

SECRETARY OF LITERATURE
MRS. M. H. PLACE
206 East Street, Three Rivers

SECRETARY FOR WEST GUILD
MISS ANNIE GRAVES ADAMS
407 Pasadena Ap'ts, Detroit

Woman's Home Missionary Society

Synod of Michigan

Detroit, Sept. 5th 1911.

My dear Mrs. Waid:-

Yours of Aug. 22nd duly received I have tried very hard to plan to come to New York for Sept. 27th I have so much to do and am having my teeth treated besides planing for an Synodical meeting making it impossible for me to attend the meeting. I am very sorry but no doubt the others will all be there and make a good strong committee. I shall remember you all and the work of the committee as well at the time mentioned. I can offer my prayers to Him for the guidance of the Spirit and ask that He will give you all the courage needed to carry on the work of so great importance.

I think the lines cannot be too definitely drawn, determining the division as to the two Boards, the work must be very clearly defined. especially on the field. Friction is a condition that we must steer clear of

as though it were a rock.

I think as far as the foreign work is considered, it really must be done by the local workers. I have had some experience along that line and feel very strongly that, it is the only way to accomplish it.

I am very much in favor of keeping up the training schools, hospitals and academies, and doing as is suggested about the small schools where removal seems wise.

We certainly ought to have a monthly report from the Board, and not make it at all necessary to even remind them of it. it must be a steady diet, and to be sure the same courtesy to be shown by our Board.

I sometimes wonder what the men would accomplish if it were not for the women keeping everlastingly at it. I think they all need education along these lines. (men of Mich. not excepted) but they are coming on all right it just needs time and good hard work by a few persistent women. We must be very decided and yet just in all of our dealings with the Men's Board, but they must be made to realize that we are in earnest about having our business on a more solid basis and in a first class business style. there, I think that nice do. Please let me hear from you.

Sincerely Yours.
Agnes M. Mitchell.

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Woman's Home Missionary Society

Synod of Michigan

My dear Mrs Waid:-

My personal idea is not to have full incorporation for the Woman's Board, I think that separation entirely from the Board of Home Missions would be a great drawback and hindrance to the work of Woman's Board, but I feel that some arrangements or decided action should be carefully planned such as is suggested in Article Third, page 3 of your letter. and a, b. and c. be united or final taken together to meet the needs of both Boards. If the Literature and Young Peoples Departments work well together, there is no doubt in my mind but that with a conference, we should ultimately have a suggested plan to present in 1912.

As long as the Woman's Board manages so well the work in the field, I feel sure that some decided action should be taken by the Board of Home Missions to simplify and yet increase the efficiency of the Woman's Board. After all these years of faithful service, I am most anxious

that our work be given even a greater impetus and be made stronger by our intimate relations with the Board of Home Missions.

Treasury matters should have the closest attention and be adjusted to the greatest possible good. work lessened if possible, so that our friends would be more than willing to make bequests to be handled by the Woman's Board.

I feel sure that in this as in any other great business, we have to make adjustments from time to time as the conditions change and better results will follow. I think that from the work of this committee will come an action that will be welcomed by the constituency of the Woman's Board.

So many have said that the meetings of the Woman's Board held at the same time and place as General Assembly gives such a dignity to our work, as it certainly does.

Please let me know whatever you want me to do, and I will gladly do my best.

Sincerely Yours.

(Mrs. J. K.) Agnes M. Mitchell.

THE BOARD OF HOME MISSIONS
OF THE
PRESBYTERIAN CHURCH IN THE UNITED STATES OF AMERICA
156 FIFTH AVENUE, NEW YORK

D. STUART DODGE, D.D., PRESIDENT
HARVEY C. OLIN, TREASURER

CHARLES L. THOMPSON, D.D., SECRETARY
JOHN DIXON, D.D. ASSOCIATE SECRETARY
JOSEPH ERNEST MCAFEE, ASSOCIATE SECRETARY

M
D

September 15, 1911.

Mrs. D. E. Waid,

Sound Beach, Connecticut.

My dear Mrs. Waid:-

We had a meeting yesterday of the committee appointed by the Board of Home Missions to consider the matter of incorporation of the Woman's Board and the questions sent to us last spring by Mrs. Harbison and her committee, to which no formal reply has as yet been made.

It was the judgment of the committee that the matters to be considered were so important, and our knowledge of the attitude of the Woman's Board so indefinite, that it was deemed advisable to have a full conference of the two committees.

I write to inquire on what date before October eleventh it will be convenient for your committee to meet with the committee of the Board. A frank talk and full discussion will, in our judgment, secure better results than can be obtained by correspondence. In that hope I await your naming of a day for such meeting. I should say that the twenty-sixth instant will not be convenient for me. I know of no other limitation of dates.

Cordially,

Secretary.

Sept. 22, 1911.
Sept 22, 1911.

Mr. Harvey C.Olin,
Mr. Harvey C. Olin,

156 Fifth Ave., N.Y.City.
156 Fifth Ave., N.Y.City.

My dear Mr. Olin:-
My dear Mr. Olin:-

The Committee of Incorporation has asked some questions of me the
The Committee on Incorporation has asked some questions of me the

answers to which Are the Permanent Funds of the Woman's Board invested?
answers to which I do not know-

I. How are the Permanent Funds of the Woman's Board invested?

2. Are these investments of such a nature that they may serve as collateral when money is borrowed?

3. Can any of the mission property of the Woman's Board serve as collateral or does the Board of Home Missions provide the collateral when money is borrowed?

4. How much does the Woman's Board borrow each year- approximately?

5. May we have a list of the properties of the Woman's Board with valuations?

I understand the first question to simply mean whether the investments are in Bonds, mortgages,etc. The first ~~four~~ questions can be answered in a few wordsdoubtless, anf I believe the Committee would like to know before the meeting of Tuesday afternoon. I shall try to see you before my meeting of Tuesday .

Referring to our conversation of yesterday, I have instructed the School Department to make no purchases for Mission Fields but to make requisition on the Treasury Department of the Board for all such. It is my further understanding that office supplies for its own use and literature will be ordered by the Woman's Board itself as has been done for some time. I am simply making this statement that we may have a record of our understanding. If I am not correct I shall be glad to be set straight.

Believe me,

Most sincerely yours,

M. K. Bennett.

THE BOARD OF HOME MISSIONS
OF THE
PRESBYTERIAN CHURCH IN THE UNITED STATES OF AMERICA
156 FIFTH AVENUE, NEW YORK

D. STUART DODGE, D. D., PRESIDENT

CHARLES L. THOMPSON, D. D., SECRETARY

OFFICE OF THE TREASURER
HARVEY C. OLIN, TREASURER

September 25th, 1911.

Mrs. M. Katharine Bennett,
President Woman's Board
of Home Missions,
156 Fifth Avenue, City.

Dear,

My dear Mrs. Bennett:-

In reference to your favor of the 22nd inst., asking for information on behalf of the Committee on Incorporation, I beg to reply as follows:-

1st. How are the Permanent Funds of the Woman's Board invested?

They are invested in first mortgage railroad bonds and first mortgages upon improved real estate in Brooklyn, the latter guaranteed by the Title Guarantee & Trust Company and the Bond & Mortgage Guarantee Company.

2nd. Are these investments of such a nature that they may serve as collateral when money is borrowed?

Securities which are held as an investment ~~and~~ of trust funds cannot be so used. Securities, however, which are held as an investment for funds, not trust funds, and for annuity funds, can be so used.

3rd. Can any of the mission property of the Woman's Board serve as collateral, or does the Board of Home Missions provide the collateral when money is borrowed?

The banks do not accept property as collateral. The Board of Home Missions in all cases provides the collateral where money is borrowed, for the Woman's Board, and where it is necessary.

4th. How much does the Woman's Board borrow each year approximately?

The Board of Home Missions has borrowed for Woman's Board account during the last five years an average of $114,000.00.

5th. May we have a list of the properties of the Woman's Board with valuations?

It will take us considerable time to compile a list of the properties of the Woman's Board, but we shall be glad to furnish this at the earliest possible date.

Thank you for so promptly arranging the matter of the School Department purchases, so that they shall be done strictly in accordance with the by-laws of the Board.

Your understanding-that office supplies for its own use and literature will be ordered by the Woman's Board itself, as has been done for years past, is in accordance with the facts.

Very cordially yours,

Treasurer.

O/H

P. S. With further reference to question 3, let me say that in making loans to the Board of Home Missions, the banks take into account our holdings of property in New York City, namely; the Presbyterian Building and No. 5 West 20th Street, rating our credit on the basis of these holdings. Funds are loaned to us, in view of the above, to the limit, without collateral.

1911

Corrected minutes - Sept 27. Com. on Inc.

1. Motion was made that we are in favor of a form of Incorporation. Seconded and carried.

(1) A motion was made that this form include "Authority by Statutes to receive ~~and administer~~ legacies, ~~donations and specials funds~~ and administer as are included, such ~~special~~ funds ~~being understood to~~ include in the item listed in the budget as Administration and Miscellaneous Expense.

(3) 2. We request that a settled policy of distinct forms of work under the Assembly's Board of Home Missions and under the Woman's Board be clearly defined and adhered to.

(2) 3. That as constant difficulties of Administration arise in connection with the divided responsibility of the Treasurers and the Superintendent of Schools, we request that a conference be held to consider these points.

1. Lack of accurate knowledge and reports of disbursements.
2. The lack of concentration of responsibility and of correspondence.
3. Confusion in the minds of workers on the field, (resulting therefrom.)

September 27. 1911

My dear Miss Fraser:

It would not do for me to put down in black and white - the petty reasons why I think incorporation right. If I really express my thoughts I must confess I have never considered the matter seriously, and wish I had done so and could after some study give an opinion that would mean something.

If the relations (aside from receiving legacies) to the Board continue I do think we should be our own disbursing agents to the extent at least of meeting the cost of administration and possibly paying at later times to Mr Olin money for the school work.-

Yours
J. E. Eaton

Incorporation would give power to receive Legacies.

To disburse our own funds which means; no endless explanations to our workers and missionary force as to their relations to us, and no possible misunderstanding as to who our employees are.

The necessity - thus arising of our women assuming the entire responsibility - of raising and borrowing money for the maintenance of the work and in receiving and disbursing the funds entrusted to them will of necessity - bring them into contact with business minds and methods and will help to broaden and give them a standing that cannot be ignored and must command a feeling of confidence from all.

There is a dignity in incorporation! Seeking for the best interest for the selection of the work intrusted to the Womans Board of Home Missions incorporation must appeal to many and command the feeling of pride and respect for the Board that aims to help save this land for Christ.

J. E. Eaton

Complete revision of the Treasury Department.
Two or three extra helpers including a competent book keeper.
An adding machine.
Larger quarters. Plenty of room.—
Better equipment— Desks. Safe &c
Special typewriter for making out checks.—
He treasures time to be free for consultation generally and the absolutely necessary time needed for correspondence regarding legacies and legal matters.

WOMAN'S BOARD OF HOME MISSIONS
OF THE
PRESBYTERIAN CHURCH IN THE UNITED STATES OF AMERICA
156 FIFTH AVE., NEW YORK, N. Y.

MRS. DARWIN R. JAMES, HONORARY PRESIDENT
MRS. F. S. BENNETT, PRESIDENT
MISS JULIA FRASER, SECRETARY
MRS. M. J. GILDERSLEEVE, ASSOCIATE SECRETARY
MISS V. MAY WHITE, TREASURER
MISS M. JOSEPHINE PETRIE, YOUNG PEOPLE'S SECRETARY
MRS. DELOS EDWIN FINKS, EDITOR HOME MISSION MONTHLY

MRS. SUSAN L. STORER, SEC. FREEDMEN'S DEPT.
513 BESSEMER BUILDING, PITTSBURGH, PA.

October 10th, 1911.

Dear Dr. Thompson:-

In thinking over the most pleasant meeting of our two Committees on incorporation, some of us have pondered more closely the "dream" you so eloquently described to us. We now beg that if you deem it possible and your Board would also look upon it with favor, you give to our Committee for consideration some outlines of the "dream " and its possible effects. By the vision of many, horizons grow wider - you may be the widener of a horizon.

Trusting this may meet with your favorable consideration, I am,

Yours Sincerely,

Eva Waid,

Chairman of Com. on Inc.

Copy of letter to be sent on Woman's Board, Stationery to Dr. Chas. L. Thompson — Secy Assembly's Board —

Copy for Mrs. Waid and Mrs. Bennett.

October 10 - 1911

Dear Doctor Thompson:

In thinking over the most pleasant meeting your two Committees on incorporation, some of us have pondered more closely the "dream" you so eloquently described to us. We now beg that if you ~~consider~~ deem it possible and your Board would also ~~consider it~~ look upon it favorably, you give to our Committee for consideration some outlines of the "dream" and its possible effects —

By the vision of many, horizons grow wider — You may be the widener of a horizon —

Trusting this may meet with your favorable consideration, I am,

Yours sincerely

Eva Waid

Chairman of Com. on Inc.

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JOSEPH ERNEST MCAFEE, ASSOCIATE SECRETARY

M
D

October 16, 1911.

Mrs. D. E. Waid

Sound Beach, Connecticut.

My dear Mrs. Waid:-

Here is my "dream!" You will see I have put it in very general terms. The channel of details is full of rocks, and I therefore fear I may run my prow upon them; so confine myself as indicated, The enclosed gives something concrete and definite to sit down upon.

Cordially yours,

C L Thompson

Secretary.

(Enclosure)

October 16, 1911.

A United Board of Home Missions

To be Constituted as follows:

1. The General Assembly shall be memorialized to consent to and order such a union, and to elect for a membership of thirty, according to amended charter - twenty men and ten women; the men to consist of ten clergymen and ten laymen. The women members of the Board shall be an Executive Committee to organize and direct the work of women's societies, which then as now shall give themselves to certain definite lines of interest and endeavor.

2. The Board thus elected shall be heir to all the duties and responsibilities of the Assembly's Board and the Woman's Board of Home Missions, and shall conduct all the work as one Board according to such by-laws and by such committees as may be mutually agreed upon.

The Reasons for this are as follows:-

1. Consolidation is in the line of procedure in all great business enterprises.

2. Consolidation will insure economy and simplicity of administration.

3. It will obviate the confusion now frequently evident as to the functions, relations and powers of two Boards doing home mission work.

4. It will increase efficiency in the field.

5. It will present home missions in its great unity, and so commanding eminence.